

K&L GATES

K&L GATES LLP
HEARST TOWER
47TH FLOOR
214 NORTH TRYON STREET
CHARLOTTE, NC 28202
T 704.331.7400 F 704.331.7598

June 8, 2015

Hope N. Duckworth
D 704.331.7452
F 704.353.3152
hope.duckworth@klgates.com

Via Fed-Ex

Ms. Shirley Liggins
Public Information Assistant
North Carolina Brownfields Program
217 W. Jones St.
Raleigh, North Carolina 27603-6100

Re: Brownfields Property Application
Metrolina Warehouse Brownfields Property
301 Depot Street, Davidson, Mecklenburg County
Davidson Depot LLC ("Prospective Developer")

Dear Ms. Liggins:

On behalf of Prospective Developer, we submitted electronic copies of a Brownfields Property Application and Brownfields Affidavit for the referenced project to Bruce Nicholson on June 4, 2015. In that submittal, we informed Mr. Nicholson that we would submit hard copies of the following documents:

1. The original, signed Brownfields Affidavit;
2. The original signature page for the Preliminary Proposed Brownfields Application;
3. A disc containing exhibits C - I;
4. A signed Redevelopment Now fee consent form; and
5. A check for \$30,000.

Those documents are enclosed. Thank you for your assistance, and please contact me with any questions.

Sincerely,



Hope N. Duckworth

Enclosures

cc: David A. Franchina, Esq. (via e-mail, w/o enclosures)

North Carolina Brownfields Program
Redevelopment Now Option Pilot

Fee Consent Document

I, the undersigned, am the authorized agent of Davidson Depot LLC ("Prospective Developer"), who the North Carolina Brownfields Program ("Program") has determined to be eligible to seek to engage in the brownfields process regarding a property and project that the Program has also determined to be eligible. See N.C.G.S. 130A-310.30, *et seq.* The property is known as the Metrolina Warehouse site and is located at 301 Depot Street, Mecklenburg County, North Carolina. Prospective Developer is herewith paying a \$30,000.00 fee to the Program, by check payable to "DENR," in satisfaction of a Prospective Developer's obligations under N.C.G.S. 130A-310.39(a). Prospective Developer understands that payment of this fee entitles Prospective Developer to expedited Program review of technical documents and processing of a draft Brownfields Agreement and ancillary documents regarding the project in question. Prospective Developer further understands that payment of this fee in no way guarantees successful completion of the brownfields process regarding the project.

I understand that, pursuant to payment of the fees, the Program shall handle the subject project under the Program's expedited processing provisions, with appropriate staff resources, so long as Prospective Developer is engaging in the process in good faith and complying with the Program's procedures.

Should the Program determine that the resources required to complete the brownfields process in regard to the subject project ever exceed the fee set forth herein due to unforeseen technical, administrative, or regulatory complexities, the Program may (1) remove the project from the expedited processing program and return it to standard processing status, or (2) expend resources it deems reasonable seeking to negotiate an additional fee that the Program deems sufficient to complete the brownfields process in regard to the project.

Disclaimers:

- 1) The Program makes no promises or claims that payment of the subject fee will result in successful completion of the Brownfields process regarding this project.
- 2) Public comment shall be solicited pursuant to N.C.G.S. 130A-310.34, and may affect the outcome of the brownfields process regarding this project, including without limitation its timing and/or provisions/features of the Brownfields documents and plat.

Prospective Developer: Davidson Depot LLC
Mailing Address: 6135 Park South Drive
Suite 510
Charlotte, NC 28210

By (signature): 

6/2/15
Date

Name typed or printed: Dave Liette

Title typed or printed: Authorized Signer of Miller-Valentine Partners LTD II, the sole Member of Davidson Depot LLC

June 4, 2015

David A. Franchina

D 704.331.7543

F 704.353.3243

dave.franchina@klgates.com

Via E-Mail/Hard Copy to Follow via FedEx

Mr. Bruce Nicholson
Program Manager
North Carolina Brownfields Program
217 W. Jones Street
Raleigh, North Carolina 27603

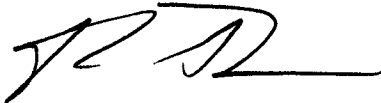
Re: Brownfields Property Application
Metrolina Warehouse Brownfields Property
Davidson Depot LLC
301 Depot Street, Davidson, Mecklenburg County

Dear Mr. Nicholson:

On behalf of our client, Davidson Depot LLC, I am pleased to enclose a Brownfields Application respecting the referenced proposed Brownfields Property. Our client plans to undertake a residential and retail redevelopment of the proposed Brownfields Property, which redevelopment will bring economic development, residential growth and environmental stability to a property near the heart of Davidson. The development is intended to further a culture of walkability and public transportation in the town, and will provide beneficial uses for an otherwise underutilized site. As the enclosed letter of community support notes, our client's redevelopment is consistent with the Town of Davidson's vision and plans. The Affidavit (Exhibit A) and Preliminary Proposed Brownfields Agreement (Exhibit B) are also included. Hard copies of all three documents will follow by FedEx, as will a CD with the remaining exhibits.

I have also enclosed a Redevelopment Now fee consent form, as the proposed prospective developer will be enrolling the project into Brownfields' Redevelopment Now program. The original enrollment form and a check for \$30,000 will also follow shortly by FedEx. Please contact me if you have any questions.

Sincerely,



David A. Franchina

Enclosures

cc: Charles A. Rulick (via e-mail)
Shirley Liggins (via e-mail)

Brownfields Property Application
North Carolina Brownfields Program
www.ncbrownfields.org

I. PROSPECTIVE DEVELOPER (PD) INFORMATION {USE TAB KEY TO GET TO NEXT DATA ENTRY LINE – DO NOT USE THE RETURN KEY}

A. PD information:

Entity name	Davidson Depot LLC
Principal Officer	Dave Liette (Authorized Signer of Miller-Valentine Partners LTD II, the sole Member of Davidson Depot LLC)
Representative	Charles A. Rulick
Mailing Address	6135 Park South Drive, Suite 510 Charlotte, NC 28210
E-mail address	charles.rulick@mvg.com
Phone No.	980-613-8109
Fax No.	614-961-3496
Web site	www.mvg.com

B. PD contact person information (i.e., individual who will serve as the NCBP's point of contact if different than above):

Name	David A. Franchina
Company	K&L Gates LLP
Mailing Address	214 North Tryon Street, 47th Floor Charlotte, NC 28202
E-Mail Address	dave.franchina@klgates.com
Phone No.	704.331.7543
Fax No.	704.353.3243

C. Information regarding all parent companies, subsidiaries or other affiliates of PD (attach separate sheet(s) if necessary):

(Use for LLCs)

Member-managed or manager-managed? **Answer:** Member-managed

If manager-managed, provide name of manager and percent of ownership:

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

For all LLCs, list all members of the LLC and provide their percent of ownership:

Name Miller-Valentine Partners LTD II

Ownership (%) 100%

Mailing Address 9349 WaterStone Blvd
Cincinnati, OH 45249

E-Mail Address Dave.Liette@mvg.com

Phone No. (513) 588-2687

Fax No. (937) 913-5355

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Managers of manager-managed LLCs are required to execute all brownfield documents for the LLC; as to member-managed LLCs, state name of member who will sign these documents.

Miller-Valentine Partners LTD II

List all parent companies, subsidiaries and other affiliates:

PD does not have any subsidiaries or other affiliates. Its sole member, Miller-Valentine Partners LTD II, owns all of its equity.

(Use for Partnerships)

Check one: ☐ General Partnership ☐ Limited Partnership

List all partners and percent of ownership:

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Is this person a general or limited partner?

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Is this person a general or limited partner?

List all parent companies, subsidiaries and other affiliates:

(Use for corporations other than LLCs)

(If information is the same as shown in 1.A., please indicate "same as 1.A." below.)

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

List all parent companies, subsidiaries and other affiliates:

(Use for individuals)

(If individual is the same as shown in 1.A., -please indicate "same as 1.A." above.)

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

- D. Does PD have or can it obtain the financial means to fully implement a brownfields agreement and assure the safe reuse of the property? *(Attach supporting documentation such as letters of credit, financial statements, etc.)*

Answer Yes

Explanation PD, by and through its manager, has the financial means necessary to fully implement a brownfields agreement and assure the safe reuse of the property. In particular, PD has adequate financing from lenders and equity investors to fully implement a brownfields agreement and assure the safe reuse of the property. Financial records will be submitted under separate cover.

- E. Does PD have or can it obtain the managerial means to fully implement a brownfields

agreement and assure the safe use of the property?

Answer Yes

Explanation PD will assume managerial responsibilities to ensure compliance with the requirements of a brownfields agreement and assure the safe use of the property. In addition, PD will retain a qualified environmental consultant, who is experienced in Brownfields redevelopment and the implementation of Brownfields requirements.

F. Does PD have or can it obtain the technical means to fully implement a brownfields agreement and assure the safe use of the property?

Answer Yes

Explanation PD has retained K&L Gates LLP to provide necessary legal counsel with respect to the redevelopment of the property in the North Carolina Brownfields Program. As noted above, PD will retain a qualified environmental consultant to provide environmental consulting services with respect to the redevelopment of the property in the North Carolina Brownfields Program.

G. Does PD commit that it will comply (and has complied, if PD has had a prior project in the NCBP) with all applicable procedural requirements of the NCBP, including prompt payment of all statutorily required fees?

Answer Yes

(List all NCBP project name(s) and NCBP project ID numbers where PD or any parent company, subsidiary and other affiliate of PD has been a party to.)

n/a

H. Does PD currently own the property?

Answer No

If yes, when did PD purchase the property and from whom? (Provide name, address, telephone number and email address of the contact person for the current property owner.)

If no, provide the name, address, telephone number and e-mail address of the contact person for the current property owner

Metrolina Warehouse, LLC
Attn: Cynthia Chirot
1520 18th Avenue East
Seattle, WA 98112
cychirot@aol.com
206-953-5172

- I. If PD does not currently own the property, does PD have the property under contract to purchase?

Answer Yes

If yes, provide date of contract. November 4, 2014

If no, when does the PD intend to purchase the property (e.g., after the project is determined to be eligible for participation in the NCBP, after PD receives a draft BFA, after the conclusion of the brownfields process)? Note: the Act requires the PD to demonstrate that it intends to either buy or sell the property.

PD is seeking an eligibility determination in connection with diligence activities at the property, and intends to purchase the property at a later date after receipt of various approvals, including Brownfields eligibility.

- J. Describe all activities that have taken place on the property since PD or PD's parents, subsidiaries and/or other affiliates, and/or lessees or sublessees of PD, took ownership of or operated at the property (e.g., industrial, manufacturing or commercial activities, etc.). *(Include a list of all regulated substances as defined at NCGS § 130A-310.31(b)(11) that have been used, stored on, or otherwise present at the property while those activities were conducted, and explain how they were used.)*

PD has neither taken ownership of nor begun operations at the property. PD's activities have been limited to environmental site assessment and other diligence activities, as well as obtaining land use approvals.

II. SITE INFORMATION

A. Information regarding the proposed brownfields property:

Proposed project name Metrolina Warehouse

acreage Approximately 4.74 acres street address(es) 301 Depot Street

city Davidson County Mecklenburg zip 28036

tax ID(s) or PIN(s) 00325301

past use(s) The property was previously used as a mill and warehouse for a cotton mill, another industrial operation, and an asbestos shingle manufacturing facility. A portion of the property contains an abandoned asbestos disposal site. Previous site tenants include, among others, Linden Manufacturing, Davidson Cotton Mill, and Carolina Asbestos Company. The uses of the property by Linden Manufacturing and Davidson Cotton Mill are unknown.

current use(s) The property appears to be currently used as an industrial warehouse, a gym, and a flea market, among similar uses. The 2007 Phase I identifies several uses, including a gym, a furniture clearance store, a thrift store, an emergency supplies retailer, a race car storage and assembly facility, and an all-terrain vehicle retailer.

cause(s)/source(s) of contamination:

known Asbestos, from asbestos manufacturing and disposal, has been dumped in a portion of the site.

suspected Asbestos could be present in other areas on the site. The property may also be contaminated by past industrial uses on the property. An old underground storage tank may remain on the property, although sampling results make contamination from the tank unlikely. Additionally, a former dry cleaner and gas station are located near the property and could have caused contamination to the site.

- B. Regulatory Agency Involvement: List the site names and all identifying numbers (ID No.) previously or currently assigned by any federal, state or local environmental regulatory agencies for the property. The ID No's may include CERCLIS numbers, RCRA generator numbers for past and present operations, UST database, Division of Water Quality's incident management database, and/or Inactive Hazardous Sites Branch inventory numbers. *(In many instances, the PD will need to actively seek out this information by reading environmental site assessment reports, reviewing government files, contacting government officials, and through the use of government databases, many of which may be available over the internet.)*

Agency Name/ID No: Mecklenburg County Department of Environmental Health (1980s)

Agency Name/ID No: According to the 2007 Phase I, a tenant at the site, Recycled Paints Inc., was listed on the RCRA-SQG database in at least 2007. EPA ID: NCD986204998, EPA Registry ID: 110004047273

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

- C. In what way(s) is the property abandoned, idled, or underused?

The property is largely underutilized. The old warehouse buildings are currently being used by a variety of small commercial tenants such as a gym and flea market. However, the site is located near the center of the Town of Davidson. The area has growth potential, and is in

high demand for housing. The proposed multi-family development will allow people of various income levels to move closer to the Town's center, is in an area that the Town has targeted as a growth area, and may improve public transit demand, according to the community support letter enclosed with this application. The proposed shift to residential development will return the property to its highest and best use and will contribute to the local economy.

- D. In what way(s) is the actual or possible contamination at the property a hindrance to development or redevelopment of the property (attach any supporting documentation such as letters from lending institutions)?

The presence of known asbestos disposal on the property and the possible presence of other contamination are a hindrance to the redevelopment of the property in that redevelopment activities could subject PD to cleanup liability if they are conducted without a Brownfields agreement. Potential cleanup liability may also preclude sale or leasing of the property to third parties. In addition, known and suspected contamination and the associated potential cleanup liability may preclude financing of the redevelopment of the property.

- E. In what way(s) is the redevelopment of the property difficult or impossible without a brownfields agreement (attach any supporting documentation such as letters from lending institutions)?

The presence of known asbestos disposal on the property and the possible presence of other contamination are a hindrance to the redevelopment of the property in that redevelopment activities could subject PD to cleanup liability if they are conducted without a Brownfields agreement. Potential cleanup liability may also preclude sale or leasing of the property to third parties. In addition, known and suspected contamination and the associated potential cleanup liability may preclude financing of the redevelopment of the property.

- F. What are the planned use(s) of the redeveloped brownfields property to which the PD will commit? Be as specific as possible.

PD plans to construct multi-family residential structures with associated parking and open space. PD's later plans may include town homes, ground floor retail, or ground floor office use. PD plans to include space for a bike shop and similar amenities in its redevelopment.

- G. Current tax value of brownfields property: \$997,400 according to Mecklenburg County Tax Records (2014)

- H. Estimated capital investment in redevelopment project: \$ Estimated capital investment will be provided under separate cover.

- I. List and describe the public benefits that will result from the property's redevelopment. Be as specific as possible. (Examples of public benefits for brownfields projects include job creation, tax base increases, revitalization of blighted areas, preserved green space, preserved historic places, improving disadvantaged neighborhood quality-of-life related retail shopping opportunities, affordable housing, environmental cleanup activities or set asides that have community or environmental benefits. In gauging public benefit, NCBP places great value upon letters of support from community groups and local government that describe

anticipated improvements in quality of life for neighboring communities that the project will bring about. The inclusion of such support letters with this application is recommended and encouraged.

The redevelopment of the property will return it to its highest and best use. Any impacted soil or groundwater will be addressed during redevelopment. Redevelopment will stabilize potential asbestos-related risks at the site and make it safer for the nearby community. Redevelopment will result in the creation of many jobs, including both temporary construction jobs and some permanent commercial jobs. Notably, the redevelopment of the property will result in significant tax base increases for the Town of Davidson and Mecklenburg County. The planned residential and commercial redevelopment will result in an increase of the productive use of the property, will be compatible with surrounding residential and retail activities, and is intended to provide a spur to additional community development and redevelopment, new tax revenue, and additional employment opportunities.

A letter of community support is included with this application as Exhibit I.

Special Note: Please describe all environment-friendly technologies and designs PD plans to utilize in its redevelopment strategy. For example, environment friendly redevelopment plans could include: Leadership in Energy and Environmental Design (LEED) Certification, green building materials; green landscaping techniques such as using drought resistant plants; energy efficient designs, materials, appliances, machinery, etc.; renewable sources of energy, and/or recycling/reuse of old building materials such as brick or wood.

PD intends to evaluate environmentally friendly building programs as part of its future redevelopment plans. In that regard, PD's future redevelopment plans may include, but are not limited to, the use of green building materials, green landscaping techniques, energy efficient design, materials, appliances, and pursuit of the environmental benefits of a transit-oriented development.

- J. Who will own the brownfields property when the Notice of Brownfields Property is filed with the register of deeds at the conclusion of the brownfields process? (If information is the same as 1.A. above, please indicate.)

Name Same as 1.A above

Mailing Address

E-Mail Address

Phone No.

Fax No.

III. OTHER REQUIRED INFORMATION

- A. **Brownfields Affidavit:** PD must provide its certification, in the form of a signed and notarized original of the unmodified model brownfields affidavit provided by NCBP, that it did not cause or contribute to contamination at the property and that it meets all other

statutory eligibility requirements. *(Note: The form to use for this affidavit is attached to this application. It must be filled out signed notarized, and submitted with this application.)*
Is the required affidavit, as described above, included with this application?

Answer Yes. Please see Exhibit A.

B. **Proposed Brownfields Agreement Form:** PD must provide the completed form Proposed Brownfields Agreement. *(Note: The form to use for this document is attached to this application. It must be filled out, initialed, and attached on your submittal.)*
Is the required Proposed Brownfields Agreement, as described above, included with this application?

Answer Yes. Please see Exhibit B.

C. **Location Map:** PD must provide a copy of the relevant portion of the 1:24,000 scale U.S.G.S. topographic quadrangle map that shows the property clearly plotted, and that measures at least an 8 ½ by 11 inches. *(Note: these maps can be purchased through the above link, or often through retail outdoor recreation stores that can print out the relevant map. Often environmental reports have location maps that use this type of map as the base for its location map.)*
Is the required location map included with this application?

Answer Yes. Please see Exhibit C.

D. **Survey Plat:** PD must provide a preliminary survey plat of the brownfields property with the property boundaries clearly identified, and a metes and bounds legal description that matches the property description on the plat. At this stage of the brownfields process; one or more existing survey plats from a previous property conveyance will suffice. *(Before the brownfields project enters the public comment phase of the brownfields process, the PD will be required to submit a final brownfields survey plat which includes the information listed in the brownfields survey plat guidance.)*
Is the required preliminary survey plat included with this application?

Answer Yes. Please see Exhibit D.

E. **Site Photographs:** PD must provide at least one pre-redevelopment photograph of the property, in either hard copy or electronic format that shows existing facilities and structures. **Please note that the NCBP prefers to have electronic photos instead of or in addition to hard copies. Electronic copies of photographs should be emailed to: Shirley.Liggins@ncdenr.gov with a clear indication as to which Brownfields Application they apply to.**
Are photographs of the property included with this application?

Answer Yes. Please see Exhibit E.

Have electronic copies of the photographs been emailed to NCBP?

Answer Yes. Exhibit E was emailed to Shirley.Liggins@ncdenr.gov.

F. Environmental Reports/Data: If it makes an affirmative eligibility determination, the NCBP will request that PD provide any and all existing environmental reports and data for the property on CD only. The brownfields process may be expedited if PD submits such reports/data with this application.

Are any environmental reports/data being submitted with this application?

Answer Yes

If environmental reports/data are being submitted with this application, please provide the title, date and author of each item being submitted:

- (1) MACTEC Site Observations, Metrolina Warehouse Site, September 29, 2008 (labeled as Exhibit F on the CD enclosed herewith),
- (2) MACTEC Engineering and Consulting, Inc. Phase I Environmental Site Assessment, Metrolina Warehouses, 301 Depot Street, December 20, 2007 (labeled as Exhibit G on the CD enclosed herewith),
- (3) Law Gibb Group, Report of Environmental Services, Metrolina Warehouses, February 14, 2002 (labeled as Exhibit H on the CD enclosed herewith).

IV. ADDITIONAL REQUIRED FORMS

The following forms are to be filled out and submitted with the application including the Responsibility and Compliance Affidavit and the Proposed Brownfields Agreement. Submittal of the Affidavit requires signature and notarization, and the Proposed Brownfields Application requires an initial.

EXHIBIT A

**NORTH CAROLINA DEPARTMENT OF ENVIRONMENT
AND NATURAL RESOURCES
NORTH CAROLINA BROWNFIELDS PROGRAM**

IN THE MATTER OF: Davidson Depot LLC

UNDER THE AUTHORITY OF)	AFFIDAVIT
NORTH CAROLINA GENERAL)	RE: RESPONSIBILITY
STATUTES 3 130A-310.30, et. seq.)	AND COMPLIANCE

Dave Liette, being duly sworn, hereby deposes and says:

1. I am <<Authorized Signer>> of Davidson Depot LLC.
2. [if signatory is not President, add this paragraph: "I am fully authorized to make the declarations contained herein and to legally bind Davidson Depot LLC."]
3. Davidson Depot LLC is applying for a Brownfields Agreement with the North Carolina Department of Environment and Natural Resources, pursuant to N.C.G.S. 3 130A, Article 9, Part 5 (Brownfields Act), in relation to the following 00325301 parcel(s) in Davidson, Mecklenburg , County, North Carolina: 301 Depot Street.
4. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Davidson Depot LLC, and any parent, subsidiary or other affiliate meets the eligibility requirements of N.C.G.S. 3 130A-310.31(b)(10), in that it has a *bona fide*, demonstrable desire to **buy** ☒ **sell** ☐ for the purpose of developing or redeveloping, and did not cause or contribute to the contamination at, the parcel(s) cited in the preceding paragraph.
5. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Davidson Depot LLC meets the eligibility requirement of N.C.G.S.3130A-310.32(a)(1) in that it and any parent, subsidiary or other affiliate have substantially complied with:
 - a. the terms of any brownfields or similar agreement to which it or any parent, subsidiary or other affiliate has been a party;
 - b. the requirements applicable to any remediation in which it or any parent, subsidiary or other affiliate has previously engaged;
 - c. federal and state laws, regulations and rules for the protection of the environment.

Affiant further saith not.

Signature/Printed Name

Dave Liette, Authorized Signer of Miller-Valentine Partners LTD II, the sole Member of Davidson Depot LLC

Date 6/2/15

Sworn to and subscribed before me

this 2nd day of June, 2015.

M. Brown Notary Public

My commission expires: _____



Martlee F. Brown, Notary Public
In and for the State of Ohio
My Commission Expires 12/12/15

EXHIBIT B

Preliminary Proposed Brownfields Agreement

I. Property Facts

- a. Property Address(es): 301 Depot Street, Davidson, NC 28036
- b. Property Seller: Metrolina Warehouse, LLC
- c. Property Buyer: Davidson Depot LLC
- d. Brief Property Usage History: The property was previously used as a mill and warehouse for an asbestos shingle manufacturing facility. A portion of the property contains an abandoned asbestos disposal site. Previous site tenants include, among others, Linden Manufacturing, Davidson Cotton Mill, and Carolina Asbestos Company. The uses of the property by Linden Manufacturing and Davidson Cotton Mill are largely unknown.
- e. The planned reuse will potentially involve the following use classification(s) (check all that apply):
- ☐ School/childcare/senior care
 - ☒ Residential
 - ☒ Commercial, retail (specify) Ground-floor retail, including a bike shop
 - ☐ Other commercial (specify)
 - ☒ Office
 - ☐ Light industrial
 - ☐ Heavy industrial
 - ☐ Recreational
 - ☒ Open space
 - ☐ Other (specify)

II. Contaminant Information

- a. The contaminant situation at the property is best described by the following (check all that apply):
- ☒ Contaminants are from an on-property source(s)
 - ☐ Contaminants are from an off-property source(s)
 - ☐ Contaminants are from an unknown source(s)
 - ☒ Contaminants have not yet been documented on the property

b. Contaminated Media Table. (If known, check appropriate boxes below)

Contaminant Types		Soil		Groundwater and/or Surface Water		Private Wells		Vapor Intrusion	
		known	Suspected	known	Suspected	known	suspected	known	suspected
o r g a n i c s	Chlorinated Solvents (list):								
	Petroleum: ASTs <input type="checkbox"/> USTs <input type="checkbox"/> Other <input type="checkbox"/>								
	Other (list): Asbestos								
i n o r g a n i c s	Metals (list):								
	Other (list):								

III. Protective Measures

I am prepared to take steps necessary to make the property suitable for its planned uses while fully protecting public health and the environment. I propose that NCBP consider a brownfields agreement that will make the property suitable for the planned use(s) through the following mechanism(s) (check all that apply):

- ☐ Contaminant remediation to risk-based levels.
- ☐ Engineered Controls (e.g., low permeability caps, vapor mitigation systems, etc)
- ☒ Land use restrictions that run with the land that will restrict or prohibit uses that are unacceptable from a risk assessment/management perspective. (*Important Note: In any*

final brownfields agreement generated by the NCBP, land use restrictions will ultimately come with the continuing obligation to submit an annual certification that the Land Use Restrictions are being complied with and are recorded at the applicable register of deeds office.)

IV. Fees

In connection with a brownfields agreement, the Act requires that the developer pay fees to offset the cost to the Department of Environment and Natural Resources and the Department of Justice. In satisfaction of the Act, the following fees apply to any brownfields agreement that is developed for this project, subject to negotiation of the brownfields agreement:

- a. A \$2,000 initial fee will be due from the applicant PD when **both** of the following occur:
 - 1) NCBP receives this application and proposed brownfields agreement, AND
 - 2) NCBP notifies the applicant in writing that the applicant PD and the project are eligible for participation in the NCBP and continued negotiation of a brownfields agreement.
- b. A second fee of \$6,000 will be due from the PD prior to execution of the brownfields agreement. Should the prospective developer choose to negotiate changes to the agreement that necessitate evaluation by the Department of Justice, additional fees shall apply.
- c. Any addendum/modifications to the BFA or NBP after they are in effect will result in an additional fee of at least \$1,000.
- d. In the unexpected event that the environmental conditions at the property are unusually complex, such that NCBP's costs will clearly exceed the above amounts, NCBP and PD will negotiate additional fees.

☒ DRL Please check this box and initial in space provided to indicate your acknowledgement of the above fee structure.

Date of Submittal: June 4, 2015



May 1, 2015

**Charles A. Rulick
Vice President
MV Residential Development**

On behalf of the Town of Davidson's Planning Department, I write to express our support for Miller-Valentine Group's application for a Brownfields Agreement through the Brownfields Program of the North Carolina Department of Environmental and Natural Resources. As described to us, Miller-Valentine Group intends to acquire and redevelop the property located at 301 Depot Street Davidson, North Carolina, within the Village Center area of the Town of Davidson.

We view the planned redevelopment as a complement to other initiatives promoted by the Town including our adopted planning principles and Station Area Plan. When complete, the project would positively contribute to the betterment of the community. The proposed multifamily use of the building would provide an opportunity for people of various income levels to live close to the Village Center.

The project supports the existing and proposed commercial model for the Town because it provides the critical factor for by providing density in areas most appropriate—specifically the town's targeted growth areas as outlined in the 2010 Comprehensive Plan. The addition of residential units in this location reinforces the town's goals of walkability while providing easy access to downtown businesses and supporting economic development in the historic downtown area.

The creation of a rentable product near the downtown area also provides an opportunity for different economic and generational sectors to live and work in and near Davidson. The development program creates greater intensity on the property and allows for greater pedestrian connections within the surrounding neighborhood, which is consistent with the vision for the neighborhood. The project location is proximate to future planned transit expansions, increasing the demand for public transportation.

Because of these positive impacts and new investment in the community, The Town of Davidson supports Miller-Valentine Group's application for a Brownfields designation, which is necessary to proceed as planned. We look forward to this project making a positive contribution to the neighborhood, as well as the Town of Davidson.

Please let us know if we can provide any additional information in support of this project.

Sincerely,

Jason Burdette, AICP
Planning Director

EXHIBITS C - I